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Attorneys for Plaintiff-Counterclaim Defendant
The MayaTech Corporation

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

THE MAYATECH CORPORATION,

Plaintiff,

v.

LLOYD BURKETT and
MAYATECH CORPORATION d/b/a
HITECH EXPRESS and d/b/a
HITECH NUTRITION,

Defendants.

Civil Action No. 07 CV 4823(DC)

ECF CASE

PLAINTIFF'S ANSWER TO DEFENDANTS' AMENDED COUNTERCLAIMS

Plaintiff and Counterclaim-defendant THE MAYATECH CORPORATION, by its undersigned attorneys, denies any and all liability to Defendants and Counterclaim-plaintiffs

LLOYD BURKETT and MAYATECH CORPORATION d/b/a HITECH EXPRESS and d/b/a HITECH NUTRITION, and responds to each allegation contained in the Counterclaim as follows:

JURISDICTION AND VENUE

Plaintiff notes only that none of Defendants' counterclaims arise under the Lanham Act.

COUNT I

1. Paragraph 1 of Count I does not require an answer.
2. Plaintiff denies the allegations set forth in Paragraph 2 of Count I.
3. Plaintiff denies the allegations set forth in Paragraph 3 of Count I.
4. Plaintiff denies the allegations set forth in Paragraph 4 of Count I.
5. Plaintiff denies the allegations set forth in Paragraph 5 of Count I.
6. Plaintiff denies the allegations set forth in Paragraph 6 of Count I.
7. Plaintiff denies the allegations set forth in Paragraph 7 of Count I.

COUNT II

8. Paragraph 8 of Count II does not require an answer.
9. Plaintiff denies the allegations set forth in Paragraph 9 of Count II.
10. Plaintiff denies the allegations set forth in Paragraph 10 of Count II.
11. Plaintiff denies the allegations set forth in Paragraph 11 of Count II.

GENERAL DENIAL

Plaintiff generally denies each and every remaining allegation contained in the Counterclaims which have not been previously admitted, denied, or answered. Plaintiff specifically denies that Defendant is entitled to the requested relief.

AFFIRMATIVE DEFENSES

FIRST AFFIRMATIVE DEFENSE

Each of Counts I and II of this Counterclaim fails to state a claim upon which relief may be granted.

SECOND AFFIRMATIVE DEFENSE

The equitable doctrine of laches bars the claims alleged by Defendants against Plaintiff.

THIRD AFFIRMATIVE DEFENSE

The equitable doctrine of waiver bars the claims alleged by Defendants against Plaintiff.

FOURTH AFFIRMATIVE DEFENSE

The equitable doctrine of estoppel bars the claims alleged by Defendants against Plaintiff.

FIFTH AFFIRMATIVE DEFENSE

The equitable doctrine of unclean hands bars the claims alleged by Defendants against Plaintiff.

SIXTH AFFIRMATIVE DEFENSE

The conduct of Plaintiff does not warrant the equitable relief sought by Defendants.

WHEREFORE, Plaintiff prays that the Counterclaim be dismissed with prejudice with respect to all counts, that judgment in favor of Plaintiff against Defendant be entered, and that Plaintiff recover its costs and reasonable attorneys' fees incurred herein.

Dated: May 15, 2008

THE MAYATECH CORPORATION

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